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FILED & ENTERED

DEC 22 2017

CLERK U.S. BANKRUPTCY COURT
Central District of California
BY Ogier DEPUTY CLERK

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8 UNITED STATES BANKRUPTCY COURT
9 CENTRAL DISTRICT OF CALIFORNIA
10 SAN FERNANDO VALLEY DIVISION

11 In re:

12 ICPW Liquidation Corporation, a California
corporation,¹

13 Debtor and Debtor in Possession.

14 In re:

15 ICPW Liquidation Corporation, a Nevada
corporation,²

16 Debtor and Debtor in Possession.

17 Affects:

18 Both Debtors

19 ICPW Liquidation Corporation, a California
corporation

20 ICPW Liquidation Corporation, a Nevada
corporation.

Lead Case No.: 1:17-bk-12408-MB
Jointly administered with:
1:17-bk-12409-MB Chapter 11 Cases

**ORDER ON (1) STIPULATION
RESOLVING OBJECTION TO FIRST
AND FINAL APPLICATION FOR
COMPENSATION AND
REIMBURSEMENT OF EXPENSES
FOR PROVINCE, INC. AS FINANCIAL
ADVISOR TO THE OFFICIAL
COMMITTEE OF UNSECURED
CREDITORS FOR THE PERIOD
SEPTEMBER 22, 2017 THROUGH
NOVEMBER 10, 2017 [DKT. 358], AND
(2) FIRST AND FINAL APPLICATION
FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES
FOR PROVINCE, INC. [DKT. 245]**

DATE: December 12, 2017
TIME: 1:30 p.m.
PLACE: Courtroom "303"
21041 Burbank Blvd.
Woodland Hills, CA 91367

28 ¹ Formerly known as Ironclad Performance Wear Corporation, a California corporation.

² Formerly known as Ironclad Performance Wear Corporation, a Nevada corporation.

1 The Court, having reviewed and considered the *Stipulation Resolving Objection to First*
2 *and Final Application for Compensation and Reimbursement of Expenses for Province, Inc. as*
3 *Financial Advisor to the Official Committee of Unsecured Creditors for the Period September 22,*
4 *2017 through November 10, 2017* [Dkt. 358] (the “Stipulation”) entered into by Province, Inc.
5 (“Province”), fee applicant and financial advisor to the Official Committee of Unsecured
6 Creditors, the above-captioned chapter 11 debtors and debtors in possession (the “Debtors”) and
7 the Official Committee of Equity Security Holders (the “Equity Committee”), and good cause
8 appearing therefore,

9 **IT IS HEREBY ORDERED:**

10 1. The Stipulation is approved.³
11 2. Province’s request for approval of fees and expenses in connection with its *First*
12 *and Final Application for Compensation and Reimbursement of Expenses as Financial Advisor to*
13 *the Official Committee of Unsecured Creditors for the Period September 22, 2017 through*
14 *November 10, 2017* [Dkt. 245] (the “Fee Application”) is reduced pursuant to the terms of the
15 Stipulation to the total amount of \$70,000.

16 3. In connection with the Fee Application, Province is hereby awarded final fees and
17 expenses in the amount of \$70,000 for the time period September 22, 2017 through and including
18 November 10, 2017. Province is authorized to be paid the sum of \$70,000 as set forth in
19 Paragraph 8 below. This Order constitutes the final order on the Fee Application.

20 4. Upon entry of this Order, the *Joint Objection to the First and Final Application for*
21 *Compensation and Reimbursement of Expenses for Province, Inc. as Financial Advisor to the*
22 *Official Committee of Unsecured Creditors for the Period September 22, 2017 Through*
23 *November 10, 2017* [Dkt. 270] filed by the Debtors and the Equity Committee is deemed
24 withdrawn, and the continued hearing scheduled on February 6, 2018 is hereby taken off
25 calendar.

26 5. Province shall have no other claim (including any additional administrative claim
27 or any other type of claim) in these Cases.

28 ³ Any capitalized terms that are not defined in this Order have the same meaning ascribed to them in the Stipulation.

1 6. The Stipulation and this Order are deemed effective immediately upon entry of
2 this Order, and the terms of the Stipulation and this Order are binding upon all affected parties,
3 including, but not limited by, any subsequently appointed chapter 11 or chapter 7 trustee.

4 7. This Court retains jurisdiction over the subject matter of the Stipulation and this
5 Order in order to resolve any dispute in connection with the rights and duties specified therein.

6 8. Upon entry of this Order and no later than December 31, 2017, Levene, Neale,
7 Bender, Yoo & Bill L.L.P. (“LNBYB”), bankruptcy counsel for the Debtors, which is serving as
8 the Escrow Agent in these Cases, is authorized to pay, and shall pay, the \$70,000 to Province out
9 of the Debtors’ funds that LNBYB is holding in a segregated trust account.

IT IS SO ORDERED.

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(213) 623-9300

Date: December 22, 2017

Marti R. Barash

Martin R Barash
United States Bankruptcy Judge